

Presentment Date and Time: June 18, 2014 at 12:00 p.m. (Prevailing Eastern Time)
Objection Deadline: June 18, 2014 at 11:30 a.m. (Prevailing Eastern Time)

Benjamin D. Bleiberg
CHADBOURNE & PARKE LLP
30 Rockefeller Plaza
New York, New York 10112
(212) 408-5100

Attorney for Bank Hapoalim (Switzerland) LTD.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: FAIRFIELD SENTRY LIMITED, et al., Debtors in Foreign Proceedings.	Chapter 15 Case Case No. 10-13164 (SMB) Jointly Administered
FAIRFIELD SENTRY LIMITED (IN LIQUIDATION) and FAIRFIELD SIGMA LIMITED (IN LIQUIDATION), acting by and through the Foreign Representatives thereof, and KENNETH KRYSS, solely in his capacity as Foreign Representative and Liquidator thereof, Plaintiffs, - against - ABN AMRO SCHWEIZ AG a/k/a ABN AMRO (SWITZERLAND AG, ADLER AND CO PRIVATBANK AG, ALLIANZBANK SPA/UNIFORTUNE CONSERVATIVE SIDE POCKET, ALTERNATIVE INVESTMENT STRATEGIES, ARSENAL SPC, ARSENAL SPC OBO GLASGOW SEG PORT, BANCA ARNER SA, BANCA UNIONE DI CREDITO, BANK HAPOALIM SWITZERLAND LTD., BANK JULIUS BAER & CO. LTD., BANK SARASIN & CIE, BANQUE CANTONALE VAUDOISE, BANQUE CRAMER & CIE SA, BBH LUX GUARDIAN II a/k/a BROWN BROTHERS HARRIMAN, BBH LUX REF FAIRFIELD GRN, BBVA (SUISSE SA, BCV AMC DEFENSIVE AL FUND, BNP PARIBAS (SUISSE SA, BNP PARIBAS (SUISSE SA EX FORTIS, BNP PARIBAS (SUISSE SA PRIVATE, BSI AG, BSI EX BANCA DEL GOTTARDO, CACEIS BANK LUXEMBOURG, CBB (BVI/ THE ALKIMA FUND, CBT GEMS LOW VOL REG, COMPAGNIE BANCAIRE HELVETIQUE, CENTRUM BANK AG (AMS, CLARIDEN LEU LTD., CORNER BANCA SA, CREDIT SUISSE AG ZURICH, DEXIA BANQUE INTERNATIONAL A	Adv. Pro. No. 10-03635 (SMB)

LUXEMBOURG, DRESDNER BANK SCHWEIZ,
EFG BANK SA SWITZERLAND, EFG
EUROFINANCIER D'INVEST MCL, ENDURANCE
ABSOLUTE LTD. MASTER, FAIRFIELD
INVESTMENT GCI, FAIRFIELD INVESTMENT FUND
LTD., FAIRFIELD MASTERS LTD., FALCON PRIVATE
BANK, FCL IFP GLOBAL DIVERSIFIED CLS, FIF
ADVANCED LTD., FINTER BANK ZURICH,
HARMONY CAPITAL FUND LTD., HSBC, IHAG
HANDELSBANK AG, INCORE BANK AG, JP MORGAN
(SUISSE SA, KARASEL ENHANCED PORTFOLIO,
KARLA MULTISTRATEGIES LTD., KBC
INVESTMENTS LTD., LGT BANK IN
LIECHTENSTEIN AG, LIECHTENSTEINISCHE LB
REINVEST AMS, LLOYDS TSB BANK GENEVA,
LOMBARD ODIER DARIER HENTSCH & CIE,
LONGBOAT LTD., MASTER CAPITAL AND
HEDGE FUND, NATIONAL BANK OF KUWAIT, NBK
BANQUE PRIVEE SUISSE SA, PICTET & CIE, PKB
PRIVATBANK AG, PRIVATE SPACE LTD., QUASAR
FUNDS SPC a/k/a QUASAR FUND SPC CLASS A
AND CLASS B CGCNV, RBC DEXIA INVESTOR
SERVICE JULIUS BAER SICAV, RBS COUTTS
BANK LTD., RICHOURT AAA
MULTISTRATEGIES, ROTHSCHILD BANK AG
ZURICH (DUBLIN a/k/a ROTHSCHILD BANK AG,
ROTHSCHILD BANK GENEVA (DUBLIN,
ROTHSCHILD LUGANO DUBLIN a/k/a BANCA
PRIVATA EDMOND DE ROTHSCHILD LUGANO
S.A., SELLA BANK AG, SIS SEEGANINTERSETTLE,
SIX SIS LTD., SOCIETE GENERALE BANK &
TRUST, SOUNDVIEW FUND, SPRINGER FUND OF
FUNDS LTD., SWISSCANTO FD CENTRE CLIENTS
A/C, T1 GLOBAL FUND LTD., TEOREMA
ALTERNATIVE STRATEGIES, UBS AG NEW YORK,
UBS AG ZURICH, UBS JERSEY NOMINEES,
VERWALTUNGS UND PRIVAT-BANK AG
AKTIENGESELLSCHAFT (AMS, VORARLBERGER
LANDES UND HYPOTHEKENBANK
AKTIENGESELLSCHAFT and BENEFICIAL OWNERS
OF ACCOUNTS HELD IN THE NAME OF CGC NA 1-
1000,

Defendants.

**NOTICE OF PRESENTMENT OF ORDER GRANTING
APPLICATION TO WITHDRAW AS COUNSEL**

PLEASE TAKE NOTICE that upon the Application of Chadbourne & Parke LLP,
the undersigned will present the annexed *Order Granting Application to Withdraw as*

Counsel (the “Order”) to The Honorable Stuart M. Bernstein, United States Bankruptcy Judge, at the United States Bankruptcy Court, Alexander Hamilton Customs House, Courtroom 723, One Bowling Green, New York, New York 10004, for signature on **June 18, 2014 at 12:00 p.m. (Prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that unless a written objection to the Order with proof of service is filed with the Clerk of the Court and a courtesy copy is delivered to Judge Bernstein’s chambers and served upon the undersigned so as to be received by **June 18, 2014 at 11:30 a.m. (Prevailing Eastern Time)**, there will not be a hearing and the Order may be entered.

PLEASE TAKE FURTHER NOTICE that if a written objection is timely served and filed, a hearing (the “Hearing”) will be held to consider the Order before the Honorable Stuart M. Bernstein, One Bowling Green, New York, New York 10004, Courtroom 723 at a date and time to be determined.

PLEASE TAKE FURTHER NOTICE that objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted or denied upon default.

Dated: New York, New York
June 9, 2014

CHADBOURNE & PARKE LLP
Attorneys for Bank Hapoalim (Switzerland)
LTD.

By: /s/ Benjamin D. Bleiberg
30 Rockefeller Plaza
New York, New York 10112
(212) 408-5100

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CHADBOURNE & PARKE LLP
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New York, New York 10112
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Attorney for Bank Hapoalim (Switzerland) LTD.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<p>In re:</p> <p>FAIRFIELD SENTRY LIMITED, et al., Debtors in Foreign Proceedings.</p>	<p>Chapter 15 Case Case No. 10-13164 (SMB) Jointly Administered</p>
<p>FAIRFIELD SENTRY LIMITED (IN LIQUIDATION) and FAIRFIELD SIGMA LIMITED (IN LIQUIDATION), acting by and through the Foreign Representatives thereof, and KENNETH KRYSS, solely in his capacity as Foreign Representative and Liquidator thereof,</p> <p style="text-align: right;">Plaintiffs,</p> <p style="text-align: center;">- against -</p> <p>ABN AMRO SCHWEIZ AG a/k/a ABN AMRO (SWITZERLAND AG, ADLER AND CO PRIVATBANK AG, ALLIANZBANK SPA/UNIFORTUNE CONSERVATIVE SIDE POCKET, ALTERNATIVE INVESTMENT STRATEGIES, ARSENAL SPC, ARSENAL SPC OBO GLASGOW SEG PORT, BANCA ARNER SA, BANCA UNIONE DI CREDITO, BANK HAPOALIM SWITZERLAND LTD., BANK JULIUS BAER & CO. LTD., BANK SARASIN & CIE, BANQUE CANTONALE VAUDOISE, BANQUE CRAMER & CIE SA, BBH LUX GUARDIAN II a/k/a BROWN BROTHERS HARRIMAN, BBH LUX REF FAIRFIELD GRN, BBVA (SUISSE SA, BCV AMC DEFENSIVE AL FUND, BNP PARIBAS (SUISSE SA, BNP PARIBAS (SUISSE SA EX FORTIS, BNP PARIBAS (SUISSE SA PRIVATE, BSI AG, BSI EX BANCA DEL GOTTARDO, CACEIS BANK LUXEMBOURG, CBB (BVI/ THE ALKIMA FUND, CBT GEMS LOW VOL REG, COMPAGNIE BANCAIRE HELVETIQUE, CENTRUM BANK AG (AMS, CLARIDEN LEU LTD., CORNER BANCA SA, CREDIT SUISSE AG ZURICH, DEXIA BANQUE INTERNATIONALE A LUXEMBOURG, DRESDNER BANK SCHWEIZ, EFG BANK SA SWITZERLAND, EFG EUROFINANCIER D'INVEST MCL, ENDURANCE</p>	<p>Adv. Pro. No. 10-03635 (SMB)</p>

ABSOLUTE LTD. MASTER, FAIRFIELD INVESTMENT GCI, FAIRFIELD INVESTMENT FUND LTD., FAIRFIELD MASTERS LTD., FALCON PRIVATE BANK, FCL IFP GLOBAL DIVERSIFIED CLS, FIF ADVANCED LTD., FINTER BANK ZURICH, HARMONY CAPITAL FUND LTD., HSBC, IHAG HANDELSBANK AG, INCORE BANK AG, JP MORGAN (SUISSE SA, KARASEL ENHANCED PORTFOLIO, KARLA MULTISTRATEGIES LTD., KBC INVESTMENTS LTD., LGT BANK IN LIECHTENSTEIN AG, LIECHTENSTEINISCHE LB REINVEST AMS, LLOYDS TSB BANK GENEVA, LOMBARD ODIER DARIER HENTSCH & CIE, LONGBOAT LTD., MASTER CAPITAL AND HEDGE FUND, NATIONAL BANK OF KUWAIT, NBK BANQUE PRIVEE SUISSE SA, PICTET & CIE, PKB PRIVATBANK AG, PRIVATE SPACE LTD., QUASAR FUNDS SPC a/k/a QUASAR FUND SPC CLASS A AND CLASS B CGCNV, RBC DEXIA INVESTOR SERVICE JULIUS BAER SICAV, RBS COUTTS BANK LTD., RICHOURT AAA MULTISTRATEGIES, ROTHSCHILD BANK AG ZURICH (DUBLIN a/k/a ROTHSCHILD BANK AG, ROTHSCHILD BANK GENEVA (DUBLIN, ROTHSCHILD LUGANO DUBLIN a/k/a BANCA PRIVATA EDMOND DE ROTHSCHILD LUGANO S.A., SELLA BANK AG, SIS SEEGANINTERSETTLE, SIX SIS LTD., SOCIETE GENERALE BANK & TRUST, SOUNDVIEW FUND, SPRINGER FUND OF FUNDS LTD., SWISSCANTO FD CENTRE CLIENTS A/C, T1 GLOBAL FUND LTD., TEOREMA ALTERNATIVE STRATEGIES, UBS AG NEW YORK, UBS AG ZURICH, UBS JERSEY NOMINEES, VERWALTUNGS UND PRIVAT-BANK AG AKTIENGESELLSCHAFT (AMS, VORARLBERGER LANDES UND HYPOTHEKENBANK AKTIENGESELLSCHAFT and BENEFICIAL OWNERS OF ACCOUNTS HELD IN THE NAME OF CGC NA 1-1000,

Defendants.

APPLICATION TO WITHDRAW AS COUNSEL

Chadbourne & Parke LLP (“Movant”), counsel of record for defendant Bank Hapoalim (Switzerland) LTD. (“Defendant”), moves the court for entry of an order allowing Chadbourne & Parke LLP to withdraw as counsel of record for Defendant, and in support of this application state as follows:

1. Movant has represented Defendant in connection with this case since June 2012.

2. On October 7, 2013, Bank requested that Movant no longer represent them in connection with this case.

3. Defendants are represented by Herbert Smith Freehills NY LLP.

4. A copy of this application has been served upon Defendant.

WHEREFORE, Movant respectfully requests entry of an order in the form annexed hereto.

Dated: New York, New York
June 9, 2014

CHADBOURNE & PARKE LLP
Attorneys for Bank Hapoalim (Switzerland)
LTD.

By: /s/ Benjamin D. Bleiberg
30 Rockefeller Plaza
New York, New York 10112
(212) 408-5100

Benjamin D. Bleiberg
CHADBOURNE & PARKE LLP
30 Rockefeller Plaza
New York, New York 10112
(212) 408-5100

Attorney for Bank Hapoalim (Switzerland) LTD.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<p>In re:</p> <p>FAIRFIELD SENTRY LIMITED, et al., Debtors in Foreign Proceedings.</p>	<p>Chapter 15 Case Case No. 10-13164 (SMB) Jointly Administered</p>
<p>FAIRFIELD SENTRY LIMITED (IN LIQUIDATION) and FAIRFIELD SIGMA LIMITED (IN LIQUIDATION), acting by and through the Foreign Representatives thereof, and KENNETH KRYSS, solely in his capacity as Foreign Representative and Liquidator thereof,</p> <p style="text-align: right;">Plaintiffs,</p> <p style="text-align: center;">- against -</p> <p>ABN AMRO SCHWEIZ AG a/k/a ABN AMRO (SWITZERLAND AG, ADLER AND CO PRIVATBANK AG, ALLIANZBANK SPA/UNIFORTUNE CONSERVATIVE SIDE POCKET, ALTERNATIVE INVESTMENT STRATEGIES, ARSENAL SPC, ARSENAL SPC OBO GLASGOW SEG PORT, BANCA ARNER SA, BANCA UNIONE DI CREDITO, BANK HAPOALIM SWITZERLAND LTD., BANK JULIUS BAER & CO. LTD., BANK SARASIN & CIE, BANQUE CANTONALE VAUDOISE, BANQUE CRAMER & CIE SA, BBH LUX GUARDIAN II a/k/a BROWN BROTHERS HARRIMAN, BBH LUX REF FAIRFIELD GRN, BBVA (SUISSE SA, BCV AMC DEFENSIVE AL FUND, BNP PARIBAS (SUISSE SA, BNP PARIBAS (SUISSE SA EX FORTIS, BNP PARIBAS (SUISSE SA PRIVATE, BSI AG, BSI EX BANCA DEL GOTTARDO, CACEIS BANK LUXEMBOURG, CBB (BVI/ THE ALKIMA FUND, CBT GEMS LOW VOL REG, COMPAGNIE BANCAIRE HELVETIQUE, CENTRUM BANK AG (AMS, CLARIDEN LEU LTD., CORNER BANCA SA, CREDIT SUISSE AG ZURICH, DEXIA BANQUE INTERNATIONALE A LUXEMBOURG, DRESDNER BANK SCHWEIZ, EFG BANK SA SWITZERLAND, EFG EUROFINANCIER D'INVEST MCL, ENDURANCE</p>	<p>Adv. Pro. No. 10-03635 (SMB)</p>

ABSOLUTE LTD. MASTER, FAIRFIELD INVESTMENT GCI, FAIRFIELD INVESTMENT FUND LTD., FAIRFIELD MASTERS LTD., FALCON PRIVATE BANK, FCL IFP GLOBAL DIVERSIFIED CLS, FIF ADVANCED LTD., FINTER BANK ZURICH, HARMONY CAPITAL FUND LTD., HSBC, IHAG HANDELSBANK AG, INCORE BANK AG, JP MORGAN (SUISSE SA, KARASEL ENHANCED PORTFOLIO, KARLA MULTISTRATEGIES LTD., KBC INVESTMENTS LTD., LGT BANK IN LIECHTENSTEIN AG, LIECHTENSTEINISCHE LB REINVEST AMS, LLOYDS TSB BANK GENEVA, LOMBARD ODIER DARIER HENTSCH & CIE, LONGBOAT LTD., MASTER CAPITAL AND HEDGE FUND, NATIONAL BANK OF KUWAIT, NBK BANQUE PRIVEE SUISSE SA, PICTET & CIE, PKB PRIVATBANK AG, PRIVATE SPACE LTD., QUASAR FUNDS SPC a/k/a QUASAR FUND SPC CLASS A AND CLASS B CGCNV, RBC DEXIA INVESTOR SERVICE JULIUS BAER SICAV, RBS COUTTS BANK LTD., RICHOURT AAA MULTISTRATEGIES, ROTHSCHILD BANK AG ZURICH (DUBLIN a/k/a ROTHSCHILD BANK AG, ROTHSCHILD BANK GENEVA (DUBLIN, ROTHSCHILD LUGANO DUBLIN a/k/a BANCA PRIVATA EDMOND DE ROTHSCHILD LUGANO S.A., SELLA BANK AG, SIS SEEGANINTERSETTLE, SIX SIS LTD., SOCIETE GENERALE BANK & TRUST, SOUNDVIEW FUND, SPRINGER FUND OF FUNDS LTD., SWISSCANTO FD CENTRE CLIENTS A/C, T1 GLOBAL FUND LTD., TEOREMA ALTERNATIVE STRATEGIES, UBS AG NEW YORK, UBS AG ZURICH, UBS JERSEY NOMINEES, VERWALTUNGS UND PRIVAT-BANK AG AKTIENGESELLSCHAFT (AMS, VORARLBERGER LANDES UND HYPOTHEKENBANK AKTIENGESELLSCHAFT and BENEFICIAL OWNERS OF ACCOUNTS HELD IN THE NAME OF CGC NA 1-1000,

Defendants.

DECLARATION OF WITHDRAWING COUNSEL

I hereby declare under penalty of perjury that the factual statements made in the attached application are true and correct. The attached application has been served in accordance with Local Bankruptcy Rule 2090-1(e).

Dated: New York, New York

June 9, 2014

/s/ Benjamin D. Bleiberg
BENJAMIN D. BLEIBERG

PROPOSED ORDER

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<p>In re:</p> <p>FAIRFIELD SENTRY LIMITED, et al., Debtors in Foreign Proceedings.</p>	<p>Chapter 15 Case Case No. 10-13164 (SMB) Jointly Administered</p>
<p>FAIRFIELD SENTRY LIMITED (IN LIQUIDATION) and FAIRFIELD SIGMA LIMITED (IN LIQUIDATION), acting by and through the Foreign Representatives thereof, and KENNETH KRYSS, solely in his capacity as Foreign Representative and Liquidator thereof,</p> <p style="text-align: right;">Plaintiffs,</p> <p style="text-align: center;">- against -</p> <p>ABN AMRO SCHWEIZ AG a/k/a ABN AMRO (SWITZERLAND AG, ADLER AND CO PRIVATBANK AG, ALLIANZBANK SPA/UNIFORTUNE CONSERVATIVE SIDE POCKET, ALTERNATIVE INVESTMENT STRATEGIES, ARSENAL SPC, ARSENAL SPC OBO GLASGOW SEG PORT, BANCA ARNER SA, BANCA UNIONE DI CREDITO, BANK HAPOALIM SWITZERLAND LTD., BANK JULIUS BAER & CO. LTD., BANK SARASIN & CIE, BANQUE CANTONALE VAUDOISE, BANQUE CRAMER & CIE SA, BBH LUX GUARDIAN II a/k/a BROWN BROTHERS HARRIMAN, BBH LUX REF FAIRFIELD GRN, BBVA (SUISSE SA, BCV AMC DEFENSIVE AL FUND, BNP PARIBAS (SUISSE SA, BNP PARIBAS (SUISSE SA EX FORTIS, BNP PARIBAS (SUISSE SA PRIVATE, BSI AG, BSI EX BANCA DEL GOTTARDO, CACEIS BANK LUXEMBOURG, CBB (BVI/ THE ALKIMA FUND, CBT GEMS LOW VOL REG, COMPAGNIE BANCAIRE HELVETIQUE, CENTRUM BANK AG (AMS, CLARIDEN LEU LTD., CORNER BANCA SA, CREDIT SUISSE AG ZURICH, DEXIA BANQUE INTERNATIONAL A LUXEMBOURG, DRESDNER BANK SCHWEIZ, EFG BANK SA SWITZERLAND, EFG EUROFINANCIER D'INVEST MCL, ENDURANCE ABSOLUTE LTD. MASTER, FAIRFIELD INVESTMENT GCI, FAIRFIELD INVESTMENT FUND LTD., FAIRFIELD MASTERS LTD., FALCON PRIVATE BANK, FCL IFP GLOBAL DIVERSIFIED CLS, FIF ADVANCED LTD., FINTER BANK ZURICH, HARMONY CAPITAL FUND LTD., HSBC, IHAG</p>	<p>Adv. Pro. No. 10-03635 (SMB)</p>

HANDELSBANK AG, INCORE BANK AG, JP MORGAN
(SUISSE SA, KARASEL ENHANCED PORTFOLIO,
KARLA MULTISTRATEGIES LTD., KBC
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LIECHTENSTEIN AG, LIECHTENSTEINISCHE LB
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LOMBARD ODIER DARIER HENTSCHE & CIE,
LONGBOAT LTD., MASTER CAPITAL AND
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BANQUE PRIVEE SUISSE SA, PICTET & CIE, PKB
PRIVATBANK AG, PRIVATE SPACE LTD., QUASAR
FUNDS SPC a/k/a QUASAR FUND SPC CLASS A
AND CLASS B CGCNV, RBC DEXIA INVESTOR
SERVICE JULIUS BAER SICAV, RBS COUTTS
BANK LTD., RICHOURT AAA
MULTISTRATEGIES, ROTHSCHILD BANK AG
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FUNDS LTD., SWISSCANTO FD CENTRE CLIENTS
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AKTIENGESELLSCHAFT and BENEFICIAL OWNERS
OF ACCOUNTS HELD IN THE NAME OF CGC NA 1-
1000,

Defendants.

ORDER GRANTING APPLICATION TO WITHDRAW AS COUNSEL

Upon consideration of the application (the "Application") of Chadbourne & Parke LLP ("Movant") to withdraw as counsel of record for defendant Bank Hapoalim (Switzerland) LTD. in the above captioned case, and it appearing that no further notice of the Application is required or necessary, and objections, if any, to the Application having been overruled, settled or withdrawn, and after due deliberation, and sufficient cause appearing therefore, it is hereby

ORDERED, that the Application is granted in all respects.

Dated: New York, New York
June ___, 2014

UNITED STATES BANKRUPTCY JUDGE